



# PUBLIC NOTICE

FEDERAL COMMUNICATIONS COMMISSION  
445 TWELFTH STREET, S.W.  
WASHINGTON, D.C. 20554

**DA 04-932**

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**Released: April 2, 2004**

## **AT&T WIRELESS SERVICES, INC. AND CINGULAR WIRELESS CORPORATION SEEK FCC CONSENT TO TRANSFER CONTROL OF LICENSES AND AUTHORIZATIONS**

**WT Docket No. 04-70**

### **PLEADING CYCLE ESTABLISHED**

**Petitions to Deny Due: May 3, 2004**  
**Oppositions Due: May 13, 2004**  
**Replies Due: May 20, 2004**

### **I. INTRODUCTION**

AT&T Wireless Services, Inc. (“AT&T Wireless”) and Cingular Wireless Corporation (“Cingular”) (collectively, “the Applicants”) have filed a series of applications pursuant to Sections 214 and 310(d) of the Communications Act of 1934, as amended.<sup>1</sup> In these applications, the Applicants seek Commission approval of the transfer of control of licenses and authorizations held by AT&T Wireless and its subsidiaries to Cingular. This transfer of control will take place as a result of a proposed merger whereby AT&T Wireless will become an indirect, wholly-owned subsidiary of Cingular. These transfer of control applications pertain to licenses for the Part 22 Cellular Radiotelephone Service, the Part 24 Personal Communications Service, the Part 27 Wireless Communications Service, the Part 90 Industrial/Business Pool Service, the Part 101 Private Operational Fixed Point-to-Point Microwave Service, the Part 101 Common Carrier Fixed Point-to-Point Microwave Service, the Part 101 Local Multipoint Distribution Service, and the Part 5 Experimental Radio Service, as well as an international Section 214 authorization. Additionally, various entities in which AT&T Wireless holds non-controlling interests have filed applications for *pro forma* transfers of control.<sup>2</sup>

<sup>1</sup> 47 U.S.C. §§ 214, 310(d). Most of the applications were amended subsequent to their initial submission. When searching for these applications on the Wireless Telecommunications Bureau’s Universal Licensing System (“ULS”) at <http://wireless.fcc.gov/uls/>, the amended versions of the applications will appear with an “AM” as the purpose code.

<sup>2</sup> In addition, Cingular will acquire from AT&T Wireless other non-controlling ownership interests in entities holding Commission licenses and authorizations. These non-controlling interests are included in the Cingular’s Form 602. See Cingular Wireless Corporation, FCC Ownership Disclosure Form 602 (filed Mar. 30, 2004) (“Post-Transaction Form 602”).

## II. DESCRIPTION OF TRANSACTION

These transfer of control applications were filed in connection with a proposed transaction pursuant to which each share of AT&T Wireless stock will be converted into a right to receive cash and then canceled.<sup>3</sup> Post-transaction, the Applicants state SBC Communications Inc. and BellSouth Corporation will hold 60 percent and 40 percent, respectively, of Cingular's economic ownership interests, but each will continue to have negative control of and continue to exercise *de facto* control over Cingular by virtue of holding 50 percent of Cingular's voting interests. Post-transaction, the Applicants state AT&T Wireless and its licensing subsidiaries will become indirect, wholly-owned subsidiaries of Cingular.<sup>4</sup>

Cingular requests a waiver of the cellular cross-interest rule contained in section 22.942 of the Commission's rules,<sup>5</sup> which generally limits the ability of a licensee, or an entity with a controlling or attributable interest in the cellular licensee, for one channel block to have more than a five percent ownership interest in the cellular licensee for the other channel block in an overlapping portion of the same Rural Service Area ("RSA").<sup>6</sup> As a result of the proposed merger, Cingular would be acquiring an interest in the cellular A Block licensee from AT&T Wireless in eleven RSAs where Cingular currently holds an attributable interest in the cellular B Block licensee.<sup>7</sup>

## III. SECTION 310(d) APPLICATIONS

### A. Non-Pro Forma Applications

The following applications for consent to the transfer of control of the licenses from AT&T Wireless to Cingular have been assigned the file numbers listed below.

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
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<sup>3</sup> Application, ULS File No. 0001656065, Exhibit 1, at 8 (filed Mar. 19, 2004) ("Application"). The Applicants state that, as a result of this conversion, NTT DoCoMo's ownership interests in AT&T Wireless will be extinguished. *Id.* at 8 n.9.

<sup>4</sup> See Post-Transaction Form 602, Exhibit 1 and Ownership Chart. The Applicants state that, since AT&T Wireless will continue to exist post-transaction, the relationship between AT&T Wireless and its subscribers will continue unchanged and that there is no need to transition these customers to Cingular. Application, Exhibit 1, at 8.

<sup>5</sup> 47 C.F.R. § 22.942.

<sup>6</sup> See Application, Exhibit 1, at 43-58.

<sup>7</sup> See *id.* at 43. Cingular is requesting a waiver of the cellular-cross interest rule for the following RSAs: Connecticut 1 – Litchfield (KNKN833, Litchfield Acquisition Corporation); Florida 1 – Collier (KNKN555, AT&T Wireless Services of Florida, Inc.); Florida 2 – Glades (KNKQ386 and KNKQ421, AT&T Wireless Services of Florida, Inc.); Florida 4 – Citrus (KNKN738, AT&T Wireless Services of Florida, Inc.); Florida 5 – Putnam (KNKN550, AT&T Wireless PCS, LLC; KNKQ422, AT&T Wireless Services of Florida, Inc.); Oklahoma 3 – Grant (KNKN627, OK-3 Cellular, Inc.); Texas 6 – Jack (KNKN472, McCaw Communications of Gainesville, TX, LLC); Texas 11 – Cherokee (KNKN428, Northeast Texas Cellular Telephone Company); Texas 18 – Edwards (KNKN456, Texas Cellular Telephone Company, L.P.); Texas 19 – Atascosa (KNKN525, Texas Cellular Telephone Company, L.P.); Texas 20 – Wilson (KNKN452, Texas Cellular Telephone Company, L.P.). See *id.* at 52-57.

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
0001656065 <sup>8</sup>	AT&T Wireless PCS, LLC	KNLF216
0001656135	AB Cellular LA, LLC	KNKA351
0001656139	AirCom PCS, Inc.	KNLF606
0001656142	AMT Cellular, LLC	KNLF256
0001656149	AT&T Wireless Acquisition I, Inc.	KNLB279
0001656154	AT&T Wireless IDGAR, LLC	WPLM278
0001656157	AT&T Wireless PCS of Cleveland, LLC	WPOK794
0001656162	AT&T Wireless PCS of Philadelphia, LLC	WPOI416
0001656170	AT&T Wireless Services of Alaska, Inc.	KNKN295
0001656178	AT&T Wireless Services of California, LLC	KNKN337
0001656190	AT&T Wireless Services of Colorado, LLC	KNKN453
0001656198	AT&T Wireless Services of Florida, Inc.	KNKA749
0001656204	AT&T Wireless Services of Hawaii, Inc.	KNKN203
0001656207	AT&T Wireless Services of Idaho, Inc.	KNKN253
0001656212	AT&T Wireless Services of Minnesota, Inc.	KNKA247
0001656214	AT&T Wireless Services of Nevada, Inc.	KNKA657
0001656221	AT&T Wireless Services of Oregon, Inc.	KNKN309
0001656240	AT&T Wireless Services of San Antonio, Inc.	KNKA386
0001656246	AT&T Wireless Services of San Diego, LLC	KNKA341
0001656252	AT&T Wireless Services of Tulsa, Inc.	KNKA356
0001656255	AT&T Wireless Services of Utah, Inc.	KNKQ313
0001656258	AT&T Wireless Services of Washington, LLC	KNKA304
0001656270	AT&T Wireless WCS License Corporation	KNLB268
0001656274	Atlantic Cellular Telephone of Delaware, LLC	KNKA708
0001656282	Bakersfield Cellular, L.L.C.	KNKR221
0001656289	Bay Area Cellular Telephone Company	KNKA274
0001656298	Bellingham Cellular Partnership	KNKA572
0001656304	Binghamton CellTelCo	KNKA486
0001656310	Boise City Cellular Partnership	KNKA774
0001656314	Bradenton Cellular Partnership	KNKA647
0001656320	Bremerton Cellular Telephone Company	KNKA679
0001656338	Cagal Cellular Communications Corp.	KNKA697
0001656350	Cellular Telephone Company	KNKA310
0001656352	Comet Wireless, Inc.	KNLG956
0001656353	DigiCall, Inc.	KNLG908
0001656355	DigiCom, Inc.	KNLG923
0001656356	Eclipse PCS of Indianapolis, LLC	WPQP644
0001656359	First Cellular Group of Shreveport, Inc.	KNKA434
0001656364	Fort Collins-Loveland Cellular Telephone Company	KNKA720
0001656366	Greeley Cellular Telephone Company	KNKA649
0001656368	Hood River Cellular Telephone Company, Inc.	KNKQ392

<sup>8</sup> ULS File No. 0001656065 has been designated as the lead application, and all pleadings and other submissions filed in this matter that pertain generally to the transaction and not to a particular application will be available through this file number in ULS at <http://wireless.fcc.gov/uls/>.

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
0001656371	Houston MTA, L.P.	WPQL238
0001656373	LA-1 Joint Venture	KNKQ371
0001656374	Litchfield Acquisition Corporation	KNKN833
0001656377	Longview Cellular, Inc.	KNKA560
0001656378	MC Cellular Corporation	KNKN433
0001656379	McCaw Communications of Gainesville, TX, LLC	KNKA623
0001656381	McCaw Communications of Johnstown, Inc.	KNKA470
0001656382	McLang Cellular, Inc.	KNKA820
0001656384	Medford Cellular Telephone Co., Inc.	KNKA722
0001656386	Melbourne Cellular Telephone Company	KNKA617
0001656387	Metroplex Telephone Company	KNKA400
0001656422	Midwest Cellular Telephone Limited Partnership	KNKA369
0001656423	Monroe Cellular, Inc.	KNKA810
0001656424	Napa Cellular Telephone Company	KNKN757
0001656425	Nevada County Cellular Corporation	KNKN250
0001656427	NJ-2 Cellular Company, Inc.	KNKN740
0001656429	Northeast Texas Cellular Telephone Company	KNKA591
0001656431	Ocala Cellular Telephone Company, Inc.	KNKA753
0001656433	OK-3 Cellular, Inc.	KNKN627
0001656434	OK-5 Cellular, Inc.	KNKA759
0001656443	Olympia Cellular Telephone Company, Inc.	KNKA589
0001656532	Orange County Cellular Telephone Corp.	KNKN851
0001656534	Piscataqua Cellular Telephone of Delaware, LLC	KNKA452
0001656536	Pittsburgh Cellular Telephone Company	KNKA261
0001656538	Provo Cellular Telephone Company	KNKA704
0001656540	QuinCom, Inc.	KNLG914
0001656542	Redding Cellular Partnership	KNKA540
0001656544	Reno Cellular Telephone Company	KNKA516
0001656545	Rochester CellTelCo Partnership	KNKA667
0001656547	Salem Cellular Telephone Company	KNKA754
0001656548	Salinas Cellular Telephone Company	KNKA587
0001656549	Santa Barbara Cellular Systems, Ltd.	KNKA493
0001656550	Sarasota Cellular Telephone Company	KNKA494
0001656551	Spokane Cellular Telephone Company	KNKA755
0001656552	St. Cloud Cellular Telephone Company, Inc.	KNKA808
0001656560	TeleCorp Communications, Inc.	WPOJ806
0001656562	TeleCorp Holding Corp. II, L.L.C.	WPTL470
0001656563	TeleCorp PCS, L.L.C.	KNLG500
0001656565	Texarkana Cellular Partnership	KNKA645
0001656568	Texas Cellular Telephone Company, L.P.	KNKA706
0001656570	Tritel A/B Holding Corp.	WPUE309
0001656571	Tritel C/F Holding Corp.	WPTJ404
0001656572	Vanguard Binghamton, Inc.	KNKA694
0001656573	Vanguard Cellular Pennsylvania, LLC	KNKN719

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
0001656574	Vanguard LMDS Corp.	WPLM279
0001656575	Visalia Cellular Telephone Company	KNKA781
0001656577	West Virginia Cellular Telephone Corp.	KNKN847
0001656578	Wheeling Cellular Telephone Company	KNKA550
0001656580	Wisconsin Acquisition Corp.	KNLF581
0001656581	Yakima Cellular Telephone Company	KNKA700
0001656583	Yuba City Cellular Telephone Company	KNKA622

**B. Pro Forma Applications**

The following applications for consent to the *pro forma* transfer of control of non-controlling interests held by AT&T Wireless to Cingular have been assigned the file numbers listed below.

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
0001661707	ABC Wireless, L.L.C.	WPOK608
0001661719	Arnage Wireless, L.L.C.	KNLG714
0001661730	Cascade Wireless, LLC	KNLG842
0001676547	Cordova Wireless	WPOL372
0001661732	Indiana Acquisition, L.L.C.	WPQY739
0001661737	Lone Star Wireless, L.L.C.	WPOJ700
0001681257	Muskegon Cellular Partnership	KNKA552
0001661741	Panther Wireless, L.L.C.	KNLG251
0001681215	Pittsfield Cellular Telephone Company	KNKA691
0001661752	Royal Wireless, L.L.C.	KNLF456
0001661756	Sabre Wireless, L.L.C.	KNLG243
0001661759	Southwest Wireless, L.L.C.	KNLF761
0001681235	St. Joseph CellTelCo	KNKA772
0001661766	THC of Houston, Inc.	KNLH625
0001661769	THC of Melbourne, Inc.	KNLH627
0001661778	THC of Orlando, Inc.	KNLH630
0001661780	THC of San Diego, Inc.	KNLG655
0001661784	THC of Tampa, Inc.	KNLH631
0001661786	Wireless Acquisition LLC	KNLF587
0001661820	Zuma/Lubbock, Inc.	WPOJ840
0001661808	Zuma/Odessa, Inc.	WPOJ842

**C. Part 5 Experimental Radio Service**

The following applications for consent to the transfer of control of Experimental Radio Service authorizations from AT&T Wireless to Cingular have been assigned the file numbers listed below.

<u>File No.</u>	<u>Licensee</u>	<u>Call Sign</u>
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0008-EX-TC-2004	AT&T Wireless PCS, LLC	WA2XIG
0011-EX-TC-2004	AT&T Wireless PCS, LLC	WC2XUG
0015-EX-TC-2004	AT&T Wireless Services, Inc.	KA2XAC

#### IV. SECTION 214 AUTHORIZATION

The following application for consent to the transfer of control of AT&T Wireless’s international Section 214 has been assigned the file number listed below.

<u>File No.</u>	<u>Authorization Holder</u>	<u>Authorization Number</u>
ITC-T/C-20040318-00126	AT&T Wireless Services, Inc.	ITC-214-20011031-00547

#### V. EX PARTE STATUS OF THIS PROCEEDING

Pursuant to section 1.1200(a) of the Commission’s rules,<sup>9</sup> the Commission may adopt modified or more stringent *ex parte* procedures in particular proceedings if the public interest so requires. We announce that this proceeding will be governed by permit-but-disclose *ex parte* procedures that are applicable to non-restricted proceedings under section 1.1206 of the Commission’s rules.<sup>10</sup>

Parties making oral *ex parte* presentations are directed to the Commission’s statement re-emphasizing the public’s responsibility in permit-but-disclose proceedings and are reminded that memoranda summarizing the presentation must contain the presentation’s substance and not merely list the subjects discussed.<sup>11</sup> More than a one- or two-sentence description of the views and arguments presented is generally required.<sup>12</sup> Other rules pertaining to oral and written presentations are set forth in section 1.1206(b) as well.<sup>13</sup> We urge parties to use the Electronic Comment Filing System (“ECFS”) to file *ex parte* submissions.<sup>14</sup>

#### VI. GENERAL INFORMATION

The transfer of control applications referenced herein have been found, upon initial review, to be acceptable for filing. The Commission reserves the right to return any application if, upon further examination, it is determined to be defective and not in conformance with the Commission’s rules or policies. Final action on these applications will not be taken earlier than thirty-one days following the date of this Public Notice.<sup>15</sup>

Interested parties must file petitions to deny no later than **May 3, 2004**. Persons and entities that file petitions to deny become parties to the proceeding. They may participate fully in the proceeding,

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<sup>9</sup> 47 C.F.R. § 1.1200(a).

<sup>10</sup> *Id.* § 1.1206.

<sup>11</sup> See Commission Emphasizes the Public’s Responsibilities in Permit-But-Disclose Proceedings, *Public Notice*, 15 FCC Rcd. 19,945 (2000).

<sup>12</sup> See 47 C.F.R. § 1.1206(b)(2).

<sup>13</sup> *Id.* § 1.1206(b).

<sup>14</sup> See discussion *infra* Part V.

<sup>15</sup> See 47 U.S.C. § 309(b).

including seeking access to any confidential information that may be filed under a protective order,<sup>16</sup> seeking reconsideration of decisions, and filing appeals of a final decision to the courts. Oppositions to such pleadings must be filed no later than **May 13, 2004**. Replies to such pleadings must be filed no later than **May 20, 2004**. All filings concerning matters referenced to in this Public Notice should refer to **DA 04-932** and **WT Docket No. 04-70**, as well as the specific file numbers of the individual applications or other matters to which the filings pertain.

Under the Commission's current procedures for the submission of filings and other documents,<sup>17</sup> submissions in this matter may be filed electronically (*i.e.*, though ECFS) or by hand delivery to the Commission's Massachusetts Avenue location.

- **If filed by ECFS,**<sup>18</sup> comments shall be sent as an electronic file via the Internet to <http://www.fcc.gov/e-file/ecfs.html>. In completing the transmittal screen, commenters should include their full name, Postal Service mailing address, and the applicable docket number. Parties may also submit an electronic comment by Internet e-mail. To get filing instructions for e-mail comments, commenters should send an e-mail to [ecfs@fcc.gov](mailto:ecfs@fcc.gov), and should include the following words in the body of the message, "get form <your e-mail address>." A sample form and directions will be sent in reply.
- **If filed by paper,** the original and four copies of each filing must be filed by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail (although we continue to experience delays in receiving U.S. Postal Service mail). The Commission's contractor, Natek, Inc., will receive hand-delivered or messenger-delivered paper filings for the Commission's Secretary at 236 Massachusetts Avenue, N.E., Suite 110, Washington, D.C. 20002. The filing hours at this location are 8:00 a.m. to 7:00 p.m. All hand deliveries must be held together with rubber bands or fasteners. Any envelopes must be disposed of before entering the building. Commercial overnight mail (other than U.S. Postal Service Express Mail and Priority Mail) must be sent to 9300 East Hampton Drive, Capitol Heights, MD 20743. U.S. Postal Service first-class mail, Express Mail, and Priority Mail should be addressed to 445 12th Street, S.W., Washington, D.C. 20554. All filings must be addressed to the Commission's Secretary, Office of the Secretary, Federal Communications Commission.

One copy of each pleading must be delivered electronically, by e-mail or facsimile, or if delivered as paper copy, by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail (according to the procedures set forth above for paper filings), to: (1) the Commission's duplicating contractor, Qualex International, at [qualexint@aol.com](mailto:qualexint@aol.com) or (202) 863-2898 (facsimile); (2) Erin McGrath, Spectrum and Competition Policy Division, Wireless Telecommunications Bureau, at [erin.mcgrath@fcc.gov](mailto:erin.mcgrath@fcc.gov), or (202) 418-7447 (facsimile); (3) Susan Singer, Spectrum and Competition Policy Division, Wireless Telecommunications Bureau, at

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<sup>16</sup> See Applications for the Transfer of Control of Licenses and Authorizations from AT&T Wireless Services, Inc. and Its Subsidiaries to Cingular Wireless Corporation, WT Docket No. 04-70, *Order*, DA 04-729 (rel. Mar. 17, 2004).

<sup>17</sup> See Implementation of Interim Electronic Filing Procedures for Certain Commission Filings, *Order*, 16 FCC Rcd. 21,483 (2001); see also FCC Announces a New Filing Location for Paper Documents and a New Fax Number for General Correspondence, *Public Notice*, 16 FCC Rcd. 22,165 (2001); Reminder: Filing Locations for Paper Documents and Instructions for Mailing Electronic Media, *Public Notice*, 18 FCC Rcd. 16,705 (2003).

<sup>18</sup> See Electronic Filing of Documents in Rulemaking Proceedings, GC Docket No. 97-113, *Report and Order*, 13 FCC Rcd. 11,322 (1998).

susan.singer@fcc.gov, or (202) 418-7447 (facsimile); (4) Kathy Harris, Mobility Division, Wireless Telecommunications Bureau, at kathy.harris@fcc.gov, or (202) 418-7447 (facsimile); (5) Linda Ray, Broadband Division, Wireless Telecommunications Bureau, at linda.ray@fcc.gov, or (202) 418-7447 (facsimile); (6) Jeff Tobias, Public Safety and Critical Infrastructure Division, Wireless Telecommunications Bureau, at jeff.tobias@fcc.gov, or (202) 418-2643 (facsimile); (7) David Krech, Policy Division, International Bureau, at david.krech@fcc.gov or (202) 418-1460 (facsimile); (8) Neil Dellar, Office of General Counsel, at neil.dellar@fcc.gov, or (202) 418-1234 (facsimile); and (9) Donald Stockdale, Office of Strategic Planning and Policy Division, at donald.stockdale@fcc.gov, or (202) 418-2807 (facsimile).

Copies of the applications and any subsequently-filed documents in this matter may be obtained from Qualex International, in person at 445 12th Street, S.W., Room CY-B402, Washington, D.C. 20554, via telephone at (202) 863-2893, via facsimile at (202) 863-2898, or via e-mail at qualexint@aol.com. The applications and any associated documents are also available for public inspection and copying during normal reference room hours at the following Commission office: FCC Reference Information Center, 445 12th Street, S.W., Room CY-A257, Washington, D.C. 20554. The applications are also available electronically through the Commission's ECFS, which may be accessed on the Commission's Internet website at <http://www.fcc.gov>. In addition, applications filed under Parts 22, 24, 27, 90, and 101 of the Commission's rules are available electronically through ULS, which may be accessed on the Commission's Internet website. Additional information regarding the transaction will be available on the FCC's Office of General Counsel's website, <http://www.fcc.gov/ogc>, which will contain a fully indexed, unofficial listing and electronic copies of all materials in this docket. Alternate formats of this public notice (computer diskette, large print, audio recording, and Braille) are available to persons with disabilities by contacting Brian Millin at (202) 418-7426 (voice), (202) 418-7365 (TTY), or send an e-mail to [access@fcc.gov](mailto:access@fcc.gov).

For further information, contact Erin McGrath, Spectrum and Competition Policy Division, Wireless Telecommunications Bureau, at (202) 418-2042, or Susan Singer, Spectrum and Competition Policy Division, Wireless Telecommunications Bureau, at (202) 418-1340.

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